

EXPRESS MAIL NO. EK736681959US

ASSIGNMENT

WHEREAS, I, A. Buehl Ish III (hereinafter referred to as ASSIGNOR), having a post office address of P.O. Box 2522, Redmond, Washington 98073, am the sole inventor of an invention entitled "APPARATUS AND METHODS FOR PAD ASSEMBLIES FOR EXERCISE MACHINES," as described and claimed in the specification forming part of an application for United States letters patent executed herewith;

WHEREAS, Vectra Fitness, Inc. (hereinafter referred to as ASSIGNEE), a corporation of the State of Washington having a business address at 15135 N.E. 90th Street, Redmond, Washington 98052, is desirous of acquiring the entire right, title and interest in and to the invention and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

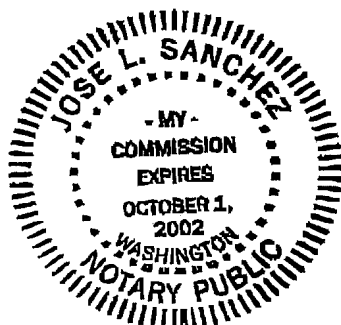
NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers unto said ASSIGNEE, the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns for their use and benefit and of its successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNOR had this assignment, transfer and sale not been made. ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNOR agrees to execute all instruments and documents required for the making and prosecution of applications for United States and foreign letters patent on said invention, for litigation regarding said letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

2

Date 2-9-2001A. Buell Ish, III
A. BUELL ISH, IIIState of WASHINGTONCounty of KING

ss.

I certify that I know or have satisfactory evidence that he is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 2-9-01Signature of Notary Public [Signature]Printed Name JOSE L. SANCHEZMy appointment expires October 1, 2002